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Office of Environmental Cleanup

Michael Sibley, On-Scene Coordinator
Office of Environmental Cleanup
U.S. Environmental Protection Agency, Region 10
1200 Sixth Avenue, Suite 900
Mail Stop: ECL-133
Seattle, WA 98101

Re: Reardan Seed Company, Inc./Fred J. Fleming

USEPA SF



1524872

Mr. Sibley,

We represent Reardan Seed Company, Inc., a Washington corporation, and Fred J. (b) (6) Fleming, (b) (6) (b) (6)

This letter is in response to your request for information pursuant to Section 104 of CERCLA for the Odessa Biodiesel Site in Odessa, Lincoln County, Washington.

As background information, and serving as the basis for my clients' lack of knowledge as it pertains to several questions regarding the Odessa Biodiesel Site, please consider the following:

Fred (b) (6) have operated the Lazy YJ Farms located 1.5 miles north of Reardan, Washington for several decades producing primarily wheat. Fred (b) (6) are the sole owners of Reardan Seed Company, Inc., a producer of quality wheat, barley, oat, and canola seed. Fred is also a co-founder of Shepard's Grain, an organization focused on sustainable agriculture addressing best practices for farmland, economic opportunities for the region and providing nutritious and wholesome foods.

Fred has been an active proponent of farming throughout the Pacific Northwest of the United States, having close-working relationships with Washington State legislators. The Odessa Biodiesel Site in Odessa, Lincoln County, Washington, was Fred's idea. He worked diligently with Washington State legislators seeking approval and grant of a loan to the Odessa Public Development Authority for acquisition of the land and construction of the subject biodiesel plant.

He solicited the participation of both the Reardan Grain Growers, Inc., and the Odessa Union Warehouse Co-Op in the establishment of Inland Empire Oilseeds, LLC. Reardan Seed Company, Inc. contributed \$30,000.00 of cash for an initial 25.3% membership interest in Inland Empire Oilseeds, LLC. Reardan Grain Growers, Inc. contributed cash for a 21.9% membership interest and Odessa Union Warehouse Co-Op contributed the warehouse improvement for a 52.8% membership interest. Fred served on the initial management board of the Inland Empire Oilseeds, LLC, referred to in the original Operating Agreement, dated March 16, 2006, as the Representative Board.

On or about September 21, 2007, a new member was admitted to Inland Empire Oilseeds, LLC, namely Green Star Products, Inc., on the pretense of having the technology/know how to configure necessary equipment in the production of vegetable oil and biofuels from seeds. Consequently, the membership

interests of the three founding entities were diluted to Reardan Seed Company, Inc. at 12.98%, Reardan Grain Growers, Inc. at 18.56%, Odessa Union Warehouse Co-Op at 51.99%. Green Star Products, Inc. was initially issued a 15.81% membership interest.

Fred's involvement in Inland Empire Oilseeds, LLC was significant in the start-up/concept phase through the construction phase of the biodiesel plant. After that, Fred's involvement waned and he had little to no involvement in the operations of the biodiesel plant. Reardan Seed Company, Inc. never responded to calls from Inland Empire Oilseeds, LLC for additional capital, resulting in a steady decline in its membership interest. Fred resigned from the Board of Representatives of Inland Empire Oilseeds, LLC on or about September of 2008. By July 3, 2012, Reardan Seed Company, Inc. had a recorded membership interest in Inland Empire Oilseeds, LLC of .098%. Fred's involvement in Inland Empire Oilseeds, LLC following his resignation from the Board of Representatives was nearly zero. In fact, Fred neither signed nor authorized anyone else to sign the Second Amended and Restated Operating Agreement for Inland Empire Oilseeds, LLC, dated July 3, 2012, on behalf of Reardan Seed Company, Inc.

In short, the membership interest of Reardan Seed Company, Inc. always represented a minority interest, without management control or authority. Fred Fleming, in his capacity as a member of the Board of Representatives, only had a minority voice on the governing board until his resignation on or about September of 2008. Throughout Inland Empire Oilseeds, LLC existence, its operations were conducted by Chief Executive Officers/Managers and employees, under the governance of the Board of Representatives.

Fred has had little to no contact with the business and dealings of Inland Empire Oilseeds, LLC for almost ten (10) years. Fred has no access to the Company records and minutes of meetings.

In light of the foregoing, Fred's base of knowledge is both dated and limited, giving rise to "No knowledge" responses to several of the questions in your request for information pursuant to Section 104 of CERCLA.

Responses to Information Request Questions:

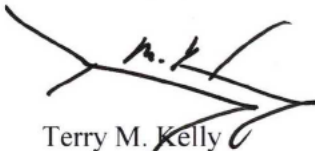
- 1.a. Fred J. Fleming
c/o Reardan Seed Company, Inc.
29768 State Route 231 North
Reardan, WA 99029
- 1.b. Fred J. Fleming
President of Reardan Seed Company, Inc.
29768 State Route 231 North
Reardan, WA 99029
(b) (6) c#
(b) (6)
- 1.c. Terry M. Kelly
Lee & Hayes, PLLC
601 West Riverside Avenue, Suite 1400
Spokane, WA 99201
509.944.4718
tkelly@leehayes.com

- 1.d. Fred never held a real property interest in the subject site, and only through his corporation, Reardan Seed Company, Inc. ("Reardan Seed Co.") did he hold a personal property membership interest in Inland Empire Oilseeds, LLC. Reardan Seed Co.'s membership interest started in 2006 at 25.3%, and was reduced to .098% by 2012.
- 1.e. Fred served on the Board of Representatives of Inland Empire Oilseeds, Inc. from March 16, 2006 to September of 2008. He had no involvement in business activities of the subject Company after his resignation date. He had no direct involvement in the operations of the Odessa Biodiesel Site at any time.
- 1.f. Fred had no involvement in business activities at the site, aside from cleaning the warehouse prior to construction of the biodiesel plant. He had no involvement in the placement or use of the storage tanks on the grounds surrounding the warehouse.
- 1.g. None.
- 1.h. Not Applicable.
- 2.a. He has no documents in his possession regarding the ownership or environmental conditions of the Site. He never held an ownership interest in the Site or contributed to the environmental conditions at the Site.
- 2.b. The original condition of the Site consisted of a grain storage warehouse, free of any storage tanks or bins.
- 2.c. He lacks knowledge to respond since not involved with operations of the Odessa Biodiesel Site.
- 2.d. Not referenced in EPA letter.
- 2.e. None in possession.
- 2.f. No knowledge.
- 2.g. No knowledge.
- 2.h. No knowledge.
- 2.i. No knowledge.
- 3.a.
 - i. Odessa Union Warehouse Co-Op was a fellow Member of Inland Empire Oilseeds, LLC.
 - ii. Odessa Public Development Authority is the owner of the Site and Landlord of the Site to Inland Empire Oilseeds, LLC.
 - iii. Green Star Products, Inc. was a fellow member of Inland Empire Oilseeds, LLC.
 - iv. Reardan Grain Growers, Inc. was a fellow member of Inland Empire Oilseeds, LLC.
 - v. Reardan Seed Company, Inc. is the wholly owned corporation of Fred and Vicki Fleming.
 - vi. Fred has no direct knowledge or dealings with 1138, LLC, but has been subsequently informed that it became a 75.003% member of Inland Empire Oilseeds, LLC on July 3, 2012.
- 3.b. Inland Empire Oilseeds, LLC from 2006 to 2012 for biodiesel production.

- 3.c. Chief Executive Officer of Inland Empire Oilseeds, LLC namely, Keith Bailey, Mike Dunlap, Jeff Nash and Steve Star. Addresses and phone numbers unknown or not readily available.
- 4.a. No financial or tax information in possession.
- 4.b. None.
- 4.c. Not Applicable.
- 5.a. No knowledge and none in possession.
- 5.b. Not Applicable.
- 5.c. No knowledge.
- 5.d. No knowledge.
- 5.e. No knowledge.
- 5.f. No knowledge.
- 5.g. No knowledge.
- 6.a. Brief conversations with attorney for Inland Empire Oilseeds, LLC, John Zeimantz, former member of Board of Representative of Inland Empire Oilseeds, LLC, Norm Leatha, and former Chief Executive Officers of Inland Empire Oilseeds, LLC, Keith Bailey and Mike Dunlap.

Thank you for your thoughtful consideration and efforts on this matter.

Very truly yours,



Terry M. Kelly
Lee & Hayes, PLLC
Email: TKelly@leehayes.com
Direct Line: (509) 944-4718

DECLARATION

I declare under penalty of perjury that I am authorized to respond on behalf of Respondent and that the foregoing is complete, true, and correct.

Executed on FEBRUARY 23, 2018.


Signature of Declarant

FRED J. FLEMING
Type or Print Name

PRESIDENT OF REARDAN SEED CO., INC.
Title of Declarant

Mailing Address of Declarant:

29768 State Route 231 North
Reardan, WA 99029
